

KELLOGG CO
Form 3
June 29, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Wilson-Thompson Kathleen		(Month/Day/Year)	KELLOGG CO [K]	
(Last)	(First)	(Middle)	07/05/2005	
4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)	
PO BOX 3599			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President	
BATTLE CREEK,Â MIÂ 49016-3599			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	13,938.237	D	Â
Common Stock	3,647.2511	I	By 401(k) Profit Sharing Plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--	--	---	---	---	---

Edgar Filing: KELLOGG CO - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	03/15/1997	03/15/2006	Common Stock	1,264	\$ 38.75	D	Â
Stock Option	08/06/1997	03/15/2006	Common Stock	420	\$ 49.3594	D	Â
Stock Option	03/13/1999	03/13/2008	Common Stock	3,275	\$ 43.9375	D	Â
Stock Option	01/04/2000	01/04/2009	Common Stock	3,225	\$ 34.625	D	Â
Stock Option	02/15/2002	01/31/2010	Common Stock	642	\$ 33.305	D	Â
Stock Option	02/22/2003	02/22/2012	Common Stock	11,400	\$ 34.635	D	Â
Stock Option	02/21/2004	02/21/2013	Common Stock	7,497	\$ 30.18	D	Â
Stock Option	07/28/2003	01/31/2010	Common Stock	1,153	\$ 35.275	D	Â
Stock Option ⁽¹⁾	02/20/2005	02/20/2014	Common Stock	15,700	\$ 38.925	D	Â
Stock Option	03/10/2004	01/31/2010	Common Stock	722	\$ 39.605	D	Â
Stock Option	03/10/2004	02/16/2011	Common Stock	777	\$ 39.605	D	Â
Stock Option	09/10/2004	02/16/2011	Common Stock	2,997	\$ 41.915	D	Â
Stock Option	03/10/2005	02/16/2011	Common Stock	3,522	\$ 43.955	D	Â
Stock Option	03/10/2005	02/21/2013	Common Stock	1,062	\$ 43.955	D	Â
Stock Option ⁽²⁾	02/18/2006	02/18/2014	Common Stock	7,820	\$ 44.04	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wilson-Thompson Kathleen PO BOX 3599 BATTLE CREEK, MI 49016-3599	Â	Â	Â Vice President	Â

Signatures

James K. Markey,
Attorney-in-Fact

06/29/2005

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option became exercisable in two equal annual installments beginning February 20, 2005.
 - (2) The option becomes exercisable in two equal annual installments beginning February 18, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.